

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FOOTBRIDGE LIMITED TRUST AND OHP
OPPORTUNITY LIMITED TRUST,

Plaintiffs,

-against-

COUNTRYWIDE HOME LOANS, INC.,
COUNTRYWIDE HOME LOANS
SERVICING LP, COUNTRYWIDE
FINANCIAL CORP., COUNTRYWIDE
SECURITIES CORP., CWABS, INC.,
CWABS ASSET-BACKED CERTIFICATES
TRUST 2006-SPS1, CWABS ASSET-
BACKED CERTIFICATES TRUST 2006-
SPS2, ANGELO R. MOZILO, DAVID
SAMBOL, BANK OF AMERICA CORP.
AND BAC HOME LOANS SERVICING, LP,

Defendants.

09 CIV 4050 (PKC)
ECF CASE

**DECLARATION OF DAVID D.
BURNETT IN SUPPORT OF
PLAINTIFFS' MOTION FOR LEAVE
TO AMEND AND TO FILE THE
THIRD AMENDED COMPLAINT**

I, DAVID D. BURNETT, declare under penalty of perjury and pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a member of the bar of the State of New York and an attorney at the firm of Quinn Emanuel Urquhart Oliver & Hedges, LLP, counsel for Plaintiffs Footbridge Limited Trust and OHP Opportunity Limited Trust in the above-captioned action.

2. I submit this Affirmation in support of the Memorandum of Law in Support of Plaintiffs' Motion to Amend and to File the Third Amended Complaint and to transmit true and correct copies of the following documents:

<u>Exhibit Letter</u>	<u>Description</u>
A	<i>Footbridge Ltd. Trust v. Countrywide Home Loans, Inc.</i> , No. 09 CIV 4050 (PKC) (S.D.N.Y. Oct. 20, 2009) (order)
B	Plaintiffs' Proposed Third Amended Complaint, filed October 30, 2009
C	<i>Footbridge Ltd. Trust v. Countrywide Home Loans, Inc.</i> , No. 09 CIV 4050 (PKC) (S.D.N.Y. July 14, 2009) (order)
D	<i>Washington State Plumbing & Pipefitting Pension Trust v. Countrywide Financial Corp.</i> , No. BC392571 (Cal. Super. Ct. June 12, 2008) (complaint)
E	<i>Luther v. Countrywide Financial Corp.</i> , No. BC380698 (Cal. Super. Ct. Oct. 16, 2008) (consolidated complaint)
F	<i>Luther v. Countrywide Financial Corp.</i> , No. BC380698 (Cal. Super. Ct. 2008) (docket) (printed on Oct. 30, 2009)
G	<i>Luther v. Countrywide Financial Corp.</i> , No. CV-09-06162 (C.D. Cal. Oct. 9, 2009) (order)
H	<i>Luther v. Countrywide Financial Corp.</i> , No. CV-09-06162 (C.D. Cal. Aug. 24, 2009) (complaint for declaratory relief)

Dated: New York, New York
 October 30, 2009



David D. Burnett